

DECLARATION AND POWER OF ATTORNEY

I, (a) Stanford R. Ovshinsky and (b) Alastair K. Livesey, declare that we are respective citizens of (a) United States of America and (b) United Kingdom, residing respectively at:

(a) 2700 Squirrel Road, Bloomfield Hills, Michigan 48304, USA
(b) 4503 Walden Drive, Bloomfield Hills, Michigan 48301, USA

that we verily believe that we are the original, first and joint inventors
of the invention entitled:

METHODS OF COMPUTING WITH DIGITAL MULTISTATE PHASE CHANGE MATERIALS

the specification and claims of which [X] are attached hereto;

[] were filed on _____ as application Serial No. _____, and was amended on _____ (if applicable) that we have reviewed and understand the contents of the above-identified specification including the claims, as amended by any amendment referred to above; that we acknowledge our duty to disclose information of which we are aware which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56 (a); and that no application for patent or inventor's certificate of this invention has been filed in any country foreign to the United States of America prior to this application by us or our legal representative or assigns, except as follows: NONE.

I hereby appoint the following attorneys or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Philip H. Schlazer	Reg. No. 42,127
Marvin S. Siskind	Reg. No. 28,153
David W. Schumaker	Reg. No. 35,017
Dean B. Watson	Reg. No. 43,242
Kevin L. Bray	Reg. No. 47,439

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Each undersigned declarant declares that all statements made herein of declarant's own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date: 5/10/02

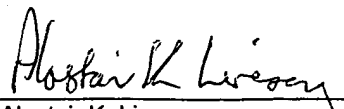
Inventor (a):


Stanford R. Ovshinsky

Post Office Address: Same as above.

Date: 5/10/02

Inventor (b):


Alastair K. Livesey